

FIRST AMENDMENT TO LICENSE AGREEMENT

This Amendment to License Agreement ("Amendment"), being made this 21st day of May, 2004, between **MONTGOMERY COUNTY, MARYLAND**, 101 Monroe Street, Rockville, Maryland 20850, a body corporate and politic and a political subdivision of the State of Maryland, (hereinafter designated as the "COUNTY") and **NEXTEL COMMUNICATIONS OF THE MID-ATLANTIC**, a Delaware corporation, with its principal office located at 7055 Samuel Morse Drive, Suite 100, Columbia, Maryland 21046 (hereinafter designated as the "LICENSEE"). (COUNTY and LICENSEE, together, the "PARTIES")

WHEREAS, the COUNTY and LICENSEE entered into a License Agreement dated July 26, 1999 for property located at 10025 Darnestown Road, Rockville, Maryland (the "Agreement"); and

WHEREAS, the PARTIES desire to amend that Agreement to permit one (1) five (5) year extension term and to increase the annual fee during said extension term.

NOW THEREFORE, in consideration of the premises and intending to be legally bound hereby, the PARTIES hereto agree to the following changes and modifications to the Agreement.

1. The PARTIES hereby agree to one (1) five (5) year extension term, which shall commence on July 25, 2004 and expire on July 26, 2009.

2. The annual fee for the five (5) year extension term is listed in the following table:

	<u>ANNUAL FEE</u>	<u>MONTHLY FEE</u>
Year 1	\$25,040.29	\$2,086.69
Year 2	\$25,791.49	\$2,149.29
Year 3	\$26,565.24	\$2,213.77
Year 4	\$27,362.28	\$2,280.19
Year 5	\$28,183.08	\$2,348.59

3. The date to be inserted in the second line of this Amendment to License Agreement (Amendment) shall be the date on which the last party to sign this Amendment signs such Amendment.

4. The amendment shall reflect the change of address for the LICENSOR in paragraph 14 of the license agreement. The new address is: Montgomery County, Department of Public Works and Transportation, Office of Real Estate, 101 Monroe Street 10th floor, Rockville Md., 20850 with a

copy of notice to Montgomery County, Office of the County Attorney, 101 Monroe Street, 3rd floor, Rockville Md. 20850.

5. Except as modified herein all other terms and conditions of the Agreement will remain in full force and effect.

IN WITNESS WHEREOF, the PARTIES hereto have set their hands and affixed their respective seals the day and year above written.

WITNESS:

By: Austin Keenan

TENANT:

NEXTEL COMMUNICATIONS OF THE
MID-ATLANTIC, INC.

By: Eugene M. Noel III

Title: Vice President Site Development
Northeast Engineering & Operations

Date: 5/14/04

WITNESS:

By: Rebecca S. Dornanuk

LANDLORD:

MONTGOMERY COUNTY
MARYLAND

By: Joseph F. Beach
Joseph F. Beach, Assistant
Chief Administrative Officer
Date: 5/21/04

APPROVED AS TO FORM AND
LEGALITY OFFICE OF THE
COUNTY ATTORNEY

By: Sileen G. Brennan
Associate County Attorney

Date: 4/21/2004

RECOMMENDED

By: Cynthia Brenneman
Cynthia Brenneman, Director
Office of Real Estate

Date: 4/14/04